

B7 (Official Form 7) (12/07)

**United States Bankruptcy Court
Northern District of Illinois**

In re Equipment Acquisition Resources, Inc.

Debtor(s)

Case No. 09-39937

Chapter 11

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. If the answer to an applicable question is "None," mark the box labeled "None." If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None

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State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the two years immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT
\$53,277,438.00
\$87,796,787.00

SOURCE
2007 Audited Financial Statements
2008 Audited Financial Statements

2. Income other than from employment or operation of business

None

☐

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the two years immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT
\$0.00

SOURCE
Unknown.

3. Payments to creditors

None

Complete a. or b., as appropriate, and c.

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None



b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
See attached Exhibit 3B		\$0.00	\$0.00

None



c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
See attached Exhibit 3C		\$0.00	\$0.00

4. Suits and administrative proceedings, executions, garnishments and attachments

None



a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Red Oak Acquisition Fund V, LLC v. Equipment Acquisition Resources, Inc. Donna L. Malone, Mark Anstett, Myron Siegel and Sheldon Player Case Number: 3:09cv0873-M	Civil Action Breach of Contract	States District Court Northern District of Texas Dallas Division	Active

None



b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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5. Repossessions, foreclosures and returns

None ☒ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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6. Assignments and receiverships

None ☒ a. Describe any assignment of property for the benefit of creditors made within 120 days immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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None ☒ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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7. Gifts

None ☒ List all gifts or charitable contributions made within one year immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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8. Losses

None ☒ List all losses from fire, theft, other casualty or gambling within one year immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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9. Payments related to debt counseling or bankruptcy

None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within one year immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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See attached Exhibit 9

10. Other transfers

None
☐

a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE,
RELATIONSHIP TO DEBTOR
Unknown and undetermined

DATE

DESCRIBE PROPERTY TRANSFERRED
AND VALUE RECEIVED

None
☐

b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER
DEVICE
Unknown and undetermined

DATE(S) OF
TRANSFER(S)

AMOUNT OF MONEY OR DESCRIPTION AND
VALUE OF PROPERTY OR DEBTOR'S INTEREST
IN PROPERTY

11. Closed financial accounts

None
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List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
NorStates Bank 1601 N. Lewis Ave Waukegan, IL 60085	Acct# 2347	n/a
NorStates Bank 1601 N. Lewis Ave Waukegan, IL 60085	Acct# 2826	n/a
Jackson State Bank & Trust PO Box 1788 Jackson, WY 83001	Acct# 5419	n/a
First Chicago Bank & Trust 1145 N Arlington Heights Rd Itasca, IL 60143	Acct# 3541	n/a
Old Second National Bank 37 South River St Aurora, IL 60506	Acct# 4345	n/a
Fifth Third Bank PO Box 630900 Cincinnati, OH 45263	Acct# 0601	n/a
Fifth Third Bank PO Box 630900 Cincinnati, OH 45263	Acct# 0627	n/a
Fifth Third Bank PO Box 630900 Cincinnati, OH 45263	Acct# 5873	n/a

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
Fifth Third Bank PO Box 630900 Cincinnati, OH 45263	Acct# 8443	n/a
Fifth Third Bank PO Box 630900 Cincinnati, OH 45263	Acct# 8754	n/a
Republic Bank of Chicago 2221 Camden Ct Oak Brook, IL 60523	Acct# 0829	n/a
Harris Bank PO Box 4320 Carol Stream, IL 60197	Acct# 8036	n/a
Harris Bank PO Box 4320 Carol Stream, IL 60197	Acct# 8044	n/a

12. Safe deposit boxes

None ☒ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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13. Setoffs

None ☐ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within 90 days preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
Unknown and undetermined		

14. Property held for another person

None ☐ List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
Unknown and undetermined		

15. Prior address of debtor

None ☒ If the debtor has moved within three years immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
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16. Spouses and Former Spouses

None



If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within eight years immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None



a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None



b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None



c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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18. Nature, location and name of business

None



a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within six years immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within six years immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within six years immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within six years immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
S1 Audio, LLC f/k/a Sync1, LLC		2215 Sanders Rd Suite 360-S Northbrook, IL 60062	Makers of wearable audio accessories for smartphones and portable music players.	July 1, 2005 to current

None ☒ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None ☐ a. List all bookkeepers and accountants who within two years immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
Cory Doran 555 South Vermont Street Palatine, IL 60067	through October 2009
Cody Doran 555 South Vermont Street Palatine, IL 60067	through October 2009
Shauntee Billups 555 South Vermont Street Palatine, IL 60067	through October 2009
Robert Langford	through December 2008

None ☐ b. List all firms or individuals who within the two years immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
Von Lehman & Company	4755 Lake Forest Drive Suite 100 Cincinnati, OH 45242	2007 - 2009

None ☐ c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
FTI Consulting	333 W. Wacker Drive Chicago, IL 60606
Sheldon Player	555 South Vermont Street Palatine, IL 60067

NAME
Development Specialists, Inc.

ADDRESS
70 W. Madison Street
Suite 2300
Chicago, IL 60602

None ☐ d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within two years immediately preceding the commencement of this case.

NAME AND ADDRESS
Unknown and undetermined

DATE ISSUED

20. Inventories

None ☐ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY
12/31/08

INVENTORY SUPERVISOR
Gonia Consulting (Joel Gonia)

DOLLAR AMOUNT OF INVENTORY
(Specify cost, market or other basis)
Unknown

None ☐ b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY
12/31/08

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY
RECORDS
Gonia Consulting
1301 Clear Springs Trace
Suite 200
Louisville, KY 40223

21. Current Partners, Officers, Directors and Shareholders

None ☐ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS
n/a

NATURE OF INTEREST

PERCENTAGE OF INTEREST

None ☒ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS

TITLE

NATURE AND PERCENTAGE
OF STOCK OWNERSHIP

22. Former partners, officers, directors and shareholders

None ☐ a. If the debtor is a partnership, list each member who withdrew from the partnership within one year immediately preceding the commencement of this case.

NAME
n/a

ADDRESS

DATE OF WITHDRAWAL

None ☐ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within one year immediately preceding the commencement of this case.

NAME AND ADDRESS
Sheldon Player
4260 E Hoback River Rd
Jackson, WY 83001

TITLE
President

DATE OF TERMINATION
2/27/09

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
Mark Anstett 1111 Estate Lane Lake Forest, IL 60045	President	10/8/09
Donna Malone 4260 E Hoback River Rd Jackson, WY 83001	Secretary/Treasurer	10/8/09

23. Withdrawals from a partnership or distributions by a corporation

None ☐ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during one year immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
See attached Exhibit 23		

24. Tax Consolidation Group.

None ☐ If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within six years immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION Equipment Acquisition Resources, Inc.	TAXPAYER IDENTIFICATION NUMBER (EIN) 36-4162071
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25. Pension Funds.

None ☒ If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within six years immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
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DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date 12/29/09

Signature William A. Beards
Chief Restructuring Officer

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571

EQUIPMENT ACQUISITION RESOURCES INC.
PAYMENTS TO CREDITORS: 7/25/09 THRU 10/23/09

EXHIBIT 3B

NAME	ADDRESS1	CITY	STATE	ZIP	CLEAR DATE	AMOUNT
AERO EXPRESS TRANS. INC.	N719 STATE RD. 67	IXONIA	WI	53036	08/12/09	\$ 2,100.00
AERO EXPRESS TRANS. INC.	N719 STATE RD. 67	IXONIA	WI	53036	08/29/09	\$ 5,350.00
AFFILIATED CONTROL EQUIP. CO.	640 WHEAT LANE	WOOD DALE	IL	60191	08/20/09	\$ 9,823.38
AFFILIATED CONTROL EQUIP. CO.	640 WHEAT LANE	WOOD DALE	IL	60191	09/28/09	\$ 1,914.65
AMERICAN EXPRESS	BOX 0001	LOS ANGELES	CA	90096-8000	08/11/09	\$ 2,333.95
AMERICAN EXPRESS	BOX 0001	LOS ANGELES	CA	90096-8000	08/11/09	\$ 18,939.47
AMERICAN EXPRESS	BOX 0001	LOS ANGELES	CA	90096-8000	09/01/09	\$ 508.61
ARNSTEIN AND LEHR	120 S. RIVERSIDE PLAZA SUITE 1200	CHICAGO	IL	60606	08/18/09	\$ 91,000.00
ARNSTEIN AND LEHR	120 S. RIVERSIDE PLAZA SUITE 1200	CHICAGO	IL	60606	09/24/09	\$ 25,000.00
BLUECROSS BLUESHIELD OF IL.	PO BOX 1186	CHICAGO	IL	60690-1186	08/11/09	\$ 42,408.73
CAPITAL ONE SERVICES	PO BOX 6492	CAROL STREAM	IL	60197-6492	08/26/09	\$ 10,721.03
CENTER FUNDING SERVICES	426 LAKE AVE.	CRYSTAL LAKE	IL	60014	08/11/09	\$ 3,245.00
CENTER FUNDING SERVICES	426 LAKE AVE.	CRYSTAL LAKE	IL	60014	08/14/09	\$ 6,500.00
CHASE CARDMEMBER SERVICES	PO BOX 15153	WILMINGTON	DE	19886-5133	08/17/09	\$ 17,000.00
COMPU-SOLUTIONS, INC.	4180 ROUTE 83, SUITE 208A	LONG GROVE	IL	60047	08/11/09	\$ 2,724.15
COMPU-SOLUTIONS, INC.	4180 ROUTE 83, SUITE 208A	LONG GROVE	IL	60047	10/13/09	\$ 5,100.00
COMPU-SOLUTIONS, INC.	70 W MADISON STREET SUITE 2300	CHICAGO	IL	60602	10/09/09	\$ 55,000.00
COMPU-SOLUTIONS, INC.	PO BOX 6103	CAROL STREAM	IL	60197-6103	08/10/09	\$ 7,323.65
DEVELOPMENT SPECIALISTS, INC.	5201 EDEN AVE., SUITE 180	EDINA	MN	55436	08/07/09	\$ 99,947.29
DEVELOPMENT SPECIALISTS, INC.	5201 EDEN AVE., SUITE 180	EDINA	MN	55436	08/20/09	\$ 725,000.00
DISCOVER PLATINUM CARD	5201 EDEN AVE., SUITE 180	EDINA	MN	55436	08/20/09	\$ 301,407.97
FIRST PREMIER CAPITAL LLC	5201 EDEN AVE., SUITE 180	EDINA	MN	55436	08/20/09	\$ 5,654.65
FIRST PREMIER CAPITAL LLC	5201 EDEN AVE., SUITE 180	EDINA	MN	55436	10/15/09	\$ 30,603.44
FRONTIER ELECTRIC SUPPLY	451 FRONTIER WAY	BENSENVILLE	IL	60106	08/03/09	\$ 37,031.72
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	08/06/09	\$ 65,517.01
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	08/17/09	\$ 100,000.00
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	08/27/09	\$ 76,883.00
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	09/04/09	\$ 50,000.00
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	09/15/09	\$ 50,000.00
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	09/16/09	\$ 79,581.81
FUJIMI CORPORATION	11200 SW LEVETON DRIVE	TUALATIN	OR	97062	10/23/09	\$ 9,144.88
GEORGE FERGUSON	1521 E. COMMERCE AVE	CARLSLE	PA	17013	08/14/09	\$ 8,600.00
GIS VENTURE	970 N OAK LAWN AVE, SUITE 100	ELMHURST	IL	60126	08/12/09	\$ 14,799.14
GIS VENTURE	970 N OAK LAWN AVE, SUITE 100	ELMHURST	IL	60126	08/26/09	\$ 4,353.00
GIS VENTURE	970 N OAK LAWN AVE, SUITE 100	ELMHURST	IL	60126	10/05/09	\$ 19,152.14
GNONIA CONSULTING	1301 CLEAR SPRINGS TRACE, STE 200	LOUISVILLE	KY	40223	08/21/09	\$ 10,000.00
GNONIA CONSULTING, LLC.	1301 CLEAR SPRINGS TRACE, STE 200	LOUISVILLE	KY	40223	09/25/09	\$ 13,847.59
HGR INDUSTRIAL SURPLUS	20001 EUCLID AVE	EUCLID	OH	44117	08/13/09	\$ 7,999.00
INDUSTRIAL ASSET RECYCLING, LLC	13129 23 MILE RD	SHELBY TWP	MI	48315	08/03/09	\$ 50,000.00
INDUSTRIAL ASSET RECYCLING, LLC	13129 23 MILE RD	SHELBY TWP	MI	48315	08/11/09	\$ 142,000.00

EQUIPMENT ACQUISITION RESOURCES INC.
PAYMENTS TO CREDITORS: 7/25/09 THRU 10/23/09

EXHIBIT 3B

NAME	ADDRESS1	CITY	STATE	ZIP	CLEAR DATE	AMOUNT
KCL, LLC.	3 LINDEN LANE	WYOMING	OH	45215	07/30/09	\$ 6,760.00
LANAC TECHNOLOGY CORP.	525 W VAN BUREN, SUITE 1150	CHICAGO	IL	60602	08/11/09	\$ 2,062.50
LANAC TECHNOLOGY CORP.	525 W VAN BUREN, SUITE 1150	CHICAGO	IL	60602	09/01/09	\$ 5,032.50
LEASING INNOVATIONS, INC.	261 NORTH HWY 101	SOLANA BEACH	CA	92075	08/14/09	\$ 47,660.00
LEASING INNOVATIONS, INC.	261 NORTH HWY 101	SOLANA BEACH	CA	92075	08/18/09	\$ 27,894.00
LEASING ONE CORPORATION	202 W. MAIN STREET	FRANKFORT	KY	40601	08/03/09	\$ 69,358.72
LEASING ONE CORPORATION	202 W. MAIN STREET	FRANKFORT	KY	40601	08/13/09	\$ 23,614.00
LEASING ONE CORPORATION	202 W. MAIN STREET	FRANKFORT	KY	40601	08/17/09	\$ 41,474.43
MA - COM TECH. SOLUTIONS	100 CHELMSFORD STREET	LOWELL	MA	01851	08/13/09	\$ 15,000.00
MCMMASTER CARR	PO BOX 7690	CHICAGO	IL	60680-7690	08/04/09	\$ 2,529.63
MCMMASTER CARR	PO BOX 7690	CHICAGO	IL	60680-7690	08/11/09	\$ 839.15
MCMMASTER CARR	PO BOX 7690	CHICAGO	IL	60680-7690	09/21/09	\$ 1,075.52
MCMMASTER CARR	PO BOX 7690	CHICAGO	IL	60680-7690	09/28/09	\$ 2,593.66
MILLENNIUM BANK	2100 MINER STREET	DES PLAINES	IL	60016	08/13/09	\$ 42,657.21
MOTION INDUSTRIES	2380 UNITED LANE	ELK GROVE VILLAGE	IL	60007	08/06/09	\$ 3,302.24
MOTION INDUSTRIES	2380 UNITED LANE	ELK GROVE VILLAGE	IL	60007	08/20/09	\$ 6,994.20
MOTION INDUSTRIES	2380 UNITED LANE	ELK GROVE VILLAGE	IL	60007	08/21/09	\$ 527.31
MOTION INDUSTRIES	2380 UNITED LANE	ELK GROVE VILLAGE	IL	60007	08/21/09	\$ 1,343.58
MOTION INDUSTRIES	2380 UNITED LANE	ELK GROVE VILLAGE	IL	60007	09/21/09	\$ 1,515.45
MOTION INDUSTRIES	2380 UNITED LANE	ELK GROVE VILLAGE	IL	60007	09/30/09	\$ 801.19
MYRON E. SIEGEL	445 SHERIDAN ROAD SUITE 200	HIGHWOOD	IL	60040	08/07/09	\$ 14,500.00
MYRON E. SIEGEL	445 SHERIDAN ROAD SUITE 200	HIGHWOOD	IL	60040	08/18/09	\$ 100,000.00
MYRON E. SIEGEL	445 SHERIDAN ROAD SUITE 200	HIGHWOOD	IL	60040	08/19/09	\$ 85,000.00
NISSAN MOTOR ACCEPTANCE CORP.	PO BOX 0548	CAROL STREAM	IL	60132-0548	08/17/09	\$ 2,270.43
NISSAN MOTOR ACCEPTANCE CORP.	PO BOX 0548	CAROL STREAM	IL	60132-0548	09/01/09	\$ 710.39
NISSAN MOTOR ACCEPTANCE CORP.	PO BOX 0548	CAROL STREAM	IL	60132-0548	09/04/09	\$ 1,822.00
NISSAN MOTOR ACCEPTANCE CORP.	PO BOX 0548	CAROL STREAM	IL	60132-0548	10/06/09	\$ 710.39
REVERE ELECTRIC	3866 PAYSHERE CIRCLE	CHICAGO	IL	60674	09/29/09	\$ 7,686.09
RONNEBAUM ENGINEERING	4814 TIMBERLINE DR.	WEST DES MOINES	IA	50265	08/11/09	\$ 13,117.08
RONNEBAUM ENGINEERING	4814 TIMBERLINE DR.	WEST DES MOINES	IA	50265	08/25/09	\$ 5,945.59
RONNEBAUM ENGINEERING	4814 TIMBERLINE DR.	WEST DES MOINES	IA	50265	09/09/09	\$ 8,245.00
RONNEBAUM ENGINEERING	4814 TIMBERLINE DR.	WEST DES MOINES	IA	50265	10/02/09	\$ 14,354.96
RONNEBAUM ENGINEERING	4814 TIMBERLINE DR.	WEST DES MOINES	IA	50265	10/13/09	\$ 2,699.21
SOVEREIGN	3 HUNTINGTON QUAD, SUITE 101N	MELVILLE	NY	11747	07/27/09	\$ 10,880.69
SOVEREIGN	3 HUNTINGTON QUAD, SUITE 101N	MELVILLE	NY	11747	08/19/09	\$ 16,559.54
SPRINT	PO BOX 219554	KANSAS CITY	MO	64121-9554	08/10/09	\$ 2,188.71
SPRINT	PO BOX 219554	KANSAS CITY	MO	64121-9554	08/21/09	\$ 734.60
SPRINT	PO BOX 219554	KANSAS CITY	MO	64121-9554	08/31/09	\$ 2,131.72
SPRINT	PO BOX 219554	KANSAS CITY	MO	64121-9554	09/14/09	\$ 728.38
STATE FARM INSURANCE COMPANIES	9140 WAUKEGAN ROAD	MORTON GROVE	IL	60053	08/12/09	\$ 4,114.11
STATE FARM INSURANCE COMPANIES	9140 WAUKEGAN ROAD	MORTON GROVE	IL	60053	09/02/09	\$ 1,532.85

EQUIPMENT ACQUISITION RESOURCES INC.
PAYMENTS TO CREDITORS: 7/25/09 THRU 10/23/09

EXHIBIT 3B

NAME	ADDRESS1	CITY	STATE	ZIP	CLEAR DATE	AMOUNT
TEMIC AUTOMOTIVE	4000 COMMERCIAL AVENUE	NORTHBROOK	IL	60174	08/19/09	\$ 37,000.00
VONLEHMAN & COMPANY INC.	4755 LAKE FOREST DRIVE	CINCINNATI	OH	45242	08/12/09	\$ 10,000.00
WHALE MANUFACTURING	1521 JARVIS AVE	ELK GROVE VILLAGE	IL	60007	09/22/09	\$ 1,087.00
WHALE MANUFACTURING	1521 JARVIS AVE	ELK GROVE VILLAGE	IL	60007	10/05/09	\$ 6,684.00
TOTALS						\$ 2,928,698.29

EQUIPMENT ACQUISITION RESOURCES, INC.

EXHIBIT 3C

NAME OF CREDITOR	ADDRESS1	CITY	STATE	ZIP	CLEAR DATE	AMOUNT PAID
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/26/09	\$ 30,000.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/30/09	\$ 104,000.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	07/01/09	\$ 55,000.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	07/02/09	\$ 10,000.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	07/06/09	\$ 55,000.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	07/08/09	\$ 3,000.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	07/16/09	\$ 16,000.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	07/21/09	\$ 43,000.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	07/24/09	\$ 1,000.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	08/03/09	\$ 25,000.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	08/07/09	\$ 25,000.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	08/13/09	\$ 4,000.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	08/14/09	\$ 4,100.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	08/20/09	\$ 4,500.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	08/21/09	\$ 1,300.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	08/25/09	\$ 1,200.00
DONNA MALONE	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	09/15/09	\$ 1,750.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	10/23/08	\$ 38,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	10/30/08	\$ 300,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	11/07/08	\$ 150,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	12/02/08	\$ 200,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	12/08/08	\$ 38,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	12/08/08	\$ 150,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	12/11/08	\$ 150,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	12/16/08	\$ 12,152.57
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	01/07/09	\$ 100,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	01/13/09	\$ 150,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	01/21/09	\$ 134,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	01/23/09	\$ 130,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	01/28/09	\$ 456.09
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	02/10/09	\$ 50,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	02/27/09	\$ 40,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	03/05/09	\$ 50,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	03/06/09	\$ 120,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	03/09/09	\$ 15,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	03/16/09	\$ 30,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	04/01/09	\$ 40,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	04/07/09	\$ 50,000.00

EQUIPMENT ACQUISITION RESOURCES, INC.

EXHIBIT 3C

NAME OF CREDITOR	ADDRESS1	CITY	STATE	ZIP	CLEAR DATE	AMOUNT PAID
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	04/20/09	\$ 28,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	04/30/09	\$ 95,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	05/04/09	\$ 130,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	05/18/09	\$ 16,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	05/20/09	\$ 19,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/01/09	\$ 45,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/05/09	\$ 19,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/08/09	\$ 50,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/17/09	\$ 25,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/19/09	\$ 6,500.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/26/09	\$ 171,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/29/09	\$ 364,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/30/09	\$ 163,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	07/01/09	\$ 266,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	07/02/09	\$ 50,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	07/07/09	\$ 50,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	07/13/09	\$ 40,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	07/17/09	\$ 8,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	07/27/09	\$ 5,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	08/03/09	\$ 22,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	08/06/09	\$ 13,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	08/07/09	\$ 1,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	08/12/09	\$ 8,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	08/18/09	\$ 9,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	09/01/09	\$ 5,500.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	09/18/09	\$ 1,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	09/23/09	\$ 1,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	09/30/09	\$ 1,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	10/08/09	\$ 1,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	10/22/08	\$ 50,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	11/04/08	\$ 1,036.29
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	12/15/08	\$ 2,274.60
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	12/29/08	\$ 100,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	02/17/09	\$ 1,510.95
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	07/06/09	\$ 2,792.03
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	08/13/09	\$ 20,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	10/07/09	\$ 75,000.00

EQUIPMENT ACQUISITION RESOURCES, INC.

EXHIBIT 3C

NAME OF CREDITOR	ADDRESS1	CITY	STATE	ZIP	CLEAR DATE	AMOUNT PAID
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	10/08/09	\$ 398.77
ROBERT A. LANGFORD						
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	11/28/08	\$ 700.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	12/01/08	\$ 3,600.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	11/05/08	\$ 15,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	11/10/08	\$ 425,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	11/13/08	\$ 25,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	11/17/08	\$ 1,979.53
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	11/25/08	\$ 110,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	12/02/08	\$ 200,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	12/11/08	\$ 200,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	12/22/08	\$ 25,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	12/23/08	\$ 100,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	12/24/08	\$ 125,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	01/07/09	\$ 100,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	01/14/09	\$ 43,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	01/21/09	\$ 30,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	01/28/09	\$ 50,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	02/05/09	\$ 128,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	02/13/09	\$ 200,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	03/04/09	\$ 150,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	03/09/09	\$ 10,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	03/11/09	\$ 110,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	03/18/09	\$ 80,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	03/19/09	\$ 5,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	03/27/09	\$ 5,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	04/01/09	\$ 10,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	04/30/09	\$ 40,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	05/01/09	\$ 50,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	05/05/09	\$ 10,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	05/18/09	\$ 1,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	05/20/09	\$ 5,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	05/28/09	\$ 430,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/04/09	\$ 2,300.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/05/09	\$ 3,500.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/15/09	\$ 20,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/16/09	\$ 38,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/25/09	\$ 65,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/25/09	\$ 265,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/29/09	\$ 349,000.00

EQUIPMENT ACQUISITION RESOURCES, INC.

EXHIBIT 3C

NAME OF CREDITOR	ADDRESS1	CITY	STATE	ZIP	CLEAR DATE	AMOUNT PAID
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	07/10/09	\$ 2,000.00
SYNC 1 LLC	1976 RAYMOND DRIVE	NORTHBROOK	IL	60062	07/01/09	\$ 100,000.00
SYNC 1 LLC	1976 RAYMOND DRIVE	NORTHBROOK	IL	60062	08/03/09	\$ 50,000.00
SYNC 1 LLC	1976 RAYMOND DRIVE	NORTHBROOK	IL	60062	08/06/09	\$ 12,000.00
SYNC 1 LLC	1976 RAYMOND DRIVE	NORTHBROOK	IL	60062	08/18/09	\$ 28,000.00
SYNC 1 LLC	1976 RAYMOND DRIVE	NORTHBROOK	IL	60062	09/02/09	\$ 28,000.00
TOTALS						\$ 7,910,659.83

EQUIPMENT ACQUISITION RESOURCES INC.

EXHIBIT 9

PAYEE	ADDRESS	CITY	ST	ZIP	DATE	AMOUNT OF PAYMENT
ARNSTEIN AND LEHR	120 S. RIVERSIDE PLAZA SUITE 1200	CHICAGO	IL	60606	03/27/09	\$ 40,000.00
ARNSTEIN AND LEHR	120 S. RIVERSIDE PLAZA SUITE 1200	CHICAGO	IL	60606	05/01/09	\$ 30,000.00
ARNSTEIN AND LEHR	120 S. RIVERSIDE PLAZA SUITE 1200	CHICAGO	IL	60606	08/18/09	\$ 91,000.00
ARNSTEIN AND LEHR	120 S. RIVERSIDE PLAZA SUITE 1200	CHICAGO	IL	60606	09/23/09	\$ 25,000.00
DEVELOPMENT SPECIALISTS, INC.	70 W MADISON STREET SUITE 2300	CHICAGO	IL	60602	10/09/09	\$ 55,000.00
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	07/21/09	\$ 50,000.00
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	08/03/09	\$ 30,603.44
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	08/06/09	\$ 37,031.72
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	08/17/09	\$ 65,517.01
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	08/18/09	\$ 100,000.00
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	08/27/09	\$ 64,425.00
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	09/04/09	\$ 76,883.00
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	09/15/09	\$ 50,000.00
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	09/16/09	\$ 50,000.00
FTI CONSULTING	333 W WACKER DRIVE	CHICAGO	IL	60606	09/24/09	\$ 79,581.81
MYRON E. SIEGEL	445 SHERIDAN ROAD SUITE 200	HIGHWOOD	IL	60040	04/02/09	\$ 14,500.00
MYRON E. SIEGEL	445 SHERIDAN ROAD SUITE 200	HIGHWOOD	IL	60040	04/30/09	\$ 197,000.00
MYRON E. SIEGEL	445 SHERIDAN ROAD SUITE 200	HIGHWOOD	IL	60040	07/06/09	\$ 56,355.40
MYRON E. SIEGEL	445 SHERIDAN ROAD SUITE 200	HIGHWOOD	IL	60040	08/07/09	\$ 14,500.00
MYRON E. SIEGEL	445 SHERIDAN ROAD SUITE 200	HIGHWOOD	IL	60040	08/18/09	\$ 100,000.00
MYRON E. SIEGEL	445 SHERIDAN ROAD SUITE 200	HIGHWOOD	IL	60040	08/19/09	\$ 85,000.00
TOTALS						\$ 1,312,397.38

NOTE:

In addition to the sums listed above, which summarize all of the known direct transfers of cash from the Debtor to professionals, pursuant to our review of its ledgers, books and records, the Debtor is also aware of additional cash transfers made to many of these above listed professionals, wherein the source of these additional funds originated either with the shareholders, or were obtained from client fund trust accounts that had earlier received deposits from either the Debtor or its shareholders. For example, in addition to the \$55,000 for Development Specialists, Inc., DSI also received an additional \$45,000 from the trust account of Mr. Player's attorney, William Sullivan, this additional \$45,000, in combination with the \$55,000 paid by EAR constituting the full amount of the \$100,000 retainer that DSI received pre-petition. Similarly, a wire transfer from Engel & Siegel's Trust Account, routed through DSI's trust account, was the source of the \$100,000 retainer, pre-petition, for Mesrow Financial forensic investigation. The Debtor is also aware that additional sums from Engel & Siegel's Trust Account, may have been also used to augment the pre-petition retainer received by Arnstein & Lehr. Further, there well maybe other such transfers that do not appear on the books and records of the Debtor, but reflect payments made on behalf of the beneficial interest of the Debtor, wherein the funds arose from other trust accounts or from the individual shareholders.

EXHIBIT 23

Page 1 of 4

EQUIPMENT ACQUISITION RESOURCES, INC.

EXHIBIT 23

NAME OF CREDITOR	ADDRESS1	CITY	STATE	ZIP	CLEAR DATE	AMOUNT
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	03/05/09	\$ 50,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	03/06/09	\$ 120,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	03/09/09	\$ 15,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	03/16/09	\$ 30,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	04/01/09	\$ 40,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	04/07/09	\$ 50,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	04/20/09	\$ 28,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	04/30/09	\$ 95,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	05/04/09	\$ 130,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	05/18/09	\$ 16,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	05/20/09	\$ 19,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/01/09	\$ 45,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/05/09	\$ 19,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/08/09	\$ 50,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/17/09	\$ 25,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/19/09	\$ 6,500.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/26/09	\$ 171,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/29/09	\$ 364,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	06/30/09	\$ 163,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	07/01/09	\$ 266,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	07/02/09	\$ 50,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	07/07/09	\$ 50,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	07/13/09	\$ 40,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	07/16/09	\$ 10,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	07/27/09	\$ 8,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	08/03/09	\$ 52,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	08/06/09	\$ 22,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	08/07/09	\$ 13,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	08/12/09	\$ 1,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	08/18/09	\$ 8,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	08/24/09	\$ 9,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	09/01/09	\$ 909.00

EQUIPMENT ACQUISITION RESOURCES, INC.

EXHIBIT 23

NAME OF CREDITOR	ADDRESS1	CITY	STATE	ZIP	CLEAR DATE	AMOUNT
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	09/18/09	\$ 5,500.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	09/23/09	\$ 1,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	09/30/09	\$ 1,000.00
GERALD INVESTMENTS	555. S. VERMONT STREET	PALATINE	IL	60067	10/08/09	\$ 1,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	10/22/08	\$ 50,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	11/04/08	\$ 1,036.29
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	12/15/08	\$ 2,274.60
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	12/29/08	\$ 100,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	02/17/09	\$ 1,510.95
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	07/06/09	\$ 2,792.03
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	08/13/09	\$ 20,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	10/07/09	\$ 75,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	10/08/09	\$ 398.77
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	11/28/08	\$ 700.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	12/01/08	\$ 3,600.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	11/05/08	\$ 15,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	11/10/08	\$ 425,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	11/13/08	\$ 25,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	11/17/08	\$ 1,979.53
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	11/25/08	\$ 110,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	12/02/08	\$ 200,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	12/11/08	\$ 200,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	12/22/08	\$ 25,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	12/23/08	\$ 100,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	12/24/08	\$ 125,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	01/07/09	\$ 100,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	01/14/09	\$ 43,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	01/21/09	\$ 30,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	01/28/09	\$ 50,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	02/05/09	\$ 128,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	02/13/09	\$ 200,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	03/04/09	\$ 150,000.00
MARK ANSTETT	1111 ESTATE LANE	LAKE FOREST	IL	60045	03/09/09	\$ 10,000.00

NAME OF CREDITOR		ADDRESS1	CITY	STATE	ZIP	CLEAR DATE	AMOUNT
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	03/11/09	\$	110,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	03/18/09	\$	80,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	03/19/09	\$	5,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	03/27/09	\$	5,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	04/01/09	\$	10,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	04/30/09	\$	40,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	05/01/09	\$	50,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	05/05/09	\$	10,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	05/18/09	\$	1,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	05/20/09	\$	5,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	05/28/09	\$	430,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/04/09	\$	2,300.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/05/09	\$	3,500.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/15/09	\$	20,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/16/09	\$	38,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/25/09	\$	65,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/25/09	\$	265,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	06/29/09	\$	349,000.00
SHELDON PLAYER	4260 E HOBACK RIVER RD	JACKSON HOLE	WY	83001	07/10/09	\$	2,000.00
SYNC 1 LLC	1976 RAYMOND DRIVE	NORTHBROOK	IL	60062	07/01/09	\$	100,000.00
SYNC 1 LLC	1976 RAYMOND DRIVE	NORTHBROOK	IL	60062	08/03/09	\$	50,000.00
SYNC 1 LLC	1976 RAYMOND DRIVE	NORTHBROOK	IL	60062	08/06/09	\$	12,000.00
SYNC 1 LLC	1976 RAYMOND DRIVE	NORTHBROOK	IL	60062	08/18/09	\$	28,000.00
SYNC 1 LLC	1976 RAYMOND DRIVE	NORTHBROOK	IL	60062	09/02/09	\$	28,000.00

Page 4 of 4